

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN FRANCISCO DIVISION

4 **In re:** Bankruptcy Case No. 19-30088 (DM)
5 **PG&E CORPORATION,** Chapter 11
6 **– and –** (Lead Case)
7 **PACIFIC GAS AND ELECTRIC** (Jointly Administered)
8 **COMPANY,**
9 **Debtors.** **THIRTEENTH MONTHLY FEE STATEMENT**
10 ☐ Affects PG&E Corporation **OF CENTERVIEW PARTNERS LLC FOR**
11 ☐ Affects Pacific Gas and Electric **ALLOWANCE AND PAYMENT OF**
12 Company **COMPENSATION AND REIMBURSEMENT OF**
13 ☒ Affects both Debtors **EXPENSES FOR THE PERIOD FEBRUARY 1,**
2020 THROUGH FEBRUARY 29, 2020
Objection Deadline: April 28, 2020 at 4:00 p.m.
** All papers shall be filed in the Lead Case* **(PT)**
No. 19-30088 (DM). [No hearing requested]

14 To: The Notice Parties
15 Name of Applicant: Centerview Partners LLC
16 Authorized to Provide Professional Investment Banker for the Official Committee of
17 Services to: Unsecured Creditors
18 Date of Retention: May 16, 2019 *nunc pro tunc* to February 15, 2019
19 Period for which compensation and February 1, 2020 through February 29, 2020
20 reimbursement are sought:
21 Amount of compensation sought as actual, \$200,000.00 (80% of \$250,000.00)
22 reasonable, and necessary:
23 Amount of expense reimbursement sought \$9,377.91
24 as actual, reasonable, and necessary:

25 Centerview Partners LLC (“Centerview” or the “Applicant”), the investment banker for the
26 Official Committee of Unsecured Creditors (the “Committee”), hereby submits its Thirteenth Monthly
27 Fee Statement (this “Monthly Fee Statement”) for allowance and payment of compensation for
28 professional services rendered and for reimbursement of actual and necessary expenses incurred for the

1 period commencing February 1, 2020 through February 29, 2020 (the “Fee Period”) pursuant to the
2 *Order Pursuant to 11 U.S.C §§ 331 and 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish*
3 *Procedures for Interim Compensation and Reimbursement of Expenses of Professional dated February*
4 *27, 2019 [Docket No. 701] (the “Interim Compensation Procedures Order”).*

5 By this Fee Statement, Centerview requests allowance and payment of \$200,000.00 (80% of
6 \$250,000.00) as compensation for professional services rendered to the Committee during the Fee Period
7 and allowance and payment of \$9,377.91 (representing 100% of the expenses allowed) as reimbursement
8 for actual and necessary expenses incurred by Centerview during the Fee Period.
9

10 Annexed hereto as **Exhibit A** hereto is a schedule for the Fee Period, setting forth the total
11 amount of reimbursement sought in this Monthly Fee Statement. As reflected in **Exhibit A**, Centerview
12 incurred \$250,000.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Centerview
13 seeks reimbursement for \$200,000.00 (80% of the incurred fees). Additionally, Centerview seeks
14 reimbursement for \$9,377.91 of expenses. Attached hereto as **Exhibit B** is a schedule of the number of
15 estimated hours expended by Centerview professionals during the Fee Period with respect to each of the
16 subject matter categories. The professionals of Centerview have expended an estimated total of 235.5
17 hours in connection with these chapter 11 cases during the Fee Period. Attached hereto as **Exhibit C** is
18 a detailed itemization of expenses Centerview is seeking reimbursement for in this Fee Statement.
19 Attached hereto as **Exhibit D** is Centerview’s invoice for the Fee Period.
20

21 Although every effort has been made to include all fees and expenses incurred in the Fee Period,
22 some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by
23 accounting and processing during the Fee Period. Centerview reserves the right to make further
24 application to this Court for allowance of such fees and expenses not included herein. Subsequent
25 Monthly Fee Statements will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules,
26 Bankruptcy Local Rules, and the Interim Compensation Order.
27

28 **PLEASE TAKE FURTHER NOTICE** that, in accordance with the Interim Compensation

1 Procedures Order, responses or objections to this Monthly Fee Statement, if any, must be filed and served
2 on or before the 21st day (or the next business day if such day is not a business day) following the date
3 the Monthly Fee Statement is served (the “Objection Deadline”) with this Court.

4 **PLEASE TAKE FURTHER NOTICE** that upon the expiration of the Objection Deadline, the
5 Applicant shall file a certificate of no objection with the Court, after which the Debtors are authorized
6 and directed to pay the Applicant an amount equal to 80% of the fees and 100% of the expenses requested
7 in this Monthly Fee Statement. If an objection is properly filed, the Debtors shall be authorized and
8 directed to pay the Applicant 80% of the fees and 100% of the expenses not subject to an objection.
9

10
11 Dated: April 6, 2020

12 Respectfully submitted,

13 **CENTERVIEW PARTNERS LLC**

14 By: /s/Karn Chopra
15 Karn Chopra
16 Partner

17 *Investment Banker for the Official Committee of*
18 *Unsecured Creditors*
19
20
21
22
23
24
25
26
27
28

EXHIBIT A

Summary of Fees and Expenses for the Fee Period

Period	Total Fees	Less: 20% Holdback	Current Fee (Net of Holdback)	Plus: Expenses	Total Fees & Expenses (Net of Holdback)	Total Fees & Expenses (Incl. of Holdback)
<i>2/1/2020- 2/29/2020</i>	\$250,000.00	(\$50,000.00)	\$200,000.00	\$9,377.91	\$209,377.91	\$259,377.91
Total Fee Period	\$250,000.00	(\$50,000.00)	\$200,000.00	\$9,377.91	\$209,377.91	\$259,377.91

EXHIBIT B

Summary of Hours by Centerview Professionals for the Fee Period

Description	<i>Sam Greene</i> Partner	<i>John Cogan</i> Partner	<i>Karn Chopra</i> Partner	<i>Willem Beer</i> Managing Director	<i>Whit Graham</i> Principal	<i>Nicholas Ulanoff</i> Analyst	Total
Financial Analysis / Drafting Materials	1.0	–	2.5	–	31.5	44.0	79.0
Internal Coordination with Committee and Co-Advisors	10.5	2.0	12.3	2.0	17.8	15.3	59.8
Coordination with Debtor and its Advisors	2.5	2.5	1.0	2.5	4.0	3.5	16.0
Coordination with Other Groups	–	–	–	–	–	–	–
Diligence	–	–	1.5	2.0	12.0	9.3	24.8
Chapter 11 Court Process	–	–	–	–	–	–	–
Travel	14.0	14.0	–	14.0	14.0	–	56.0
Total	28.0	18.5	17.3	20.5	79.3	72.0	235.5

EXHIBIT C**SUMMARY OF EXPENSES**

Type	Expenses
Transportation	\$5,771.52
Lodging	2,379.78
Meals	1,012.76
Communication	213.85
Total Expenses (2/1/2020-2/29/2020)	\$9,377.91

Expense Type	Date	Name	Description	Amount
Transportation	02/05/2020	Nicholas Ulanoff	OT Transportation	29.95
Transportation	02/06/2020	John Cogan	Flight	600.00
Transportation	02/06/2020	Willem Beer	Booking / Refund / Other Fee	5.00
Transportation	02/06/2020	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/06/2020	Willem Beer	Booking / Refund / Other Fee	5.00
Transportation	02/06/2020	Willem Beer	Flight	600.00
Transportation	02/06/2020	Willem Beer	Flight	600.00
Transportation	02/06/2020	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	02/06/2020	Whit Graham	Booking / Refund / Other Fee	5.00
Transportation	02/06/2020	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	02/06/2020	Whit Graham	Flight	385.48
Transportation	02/06/2020	Whit Graham	Flight	600.00
Transportation	02/07/2020	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/07/2020	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/07/2020	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/07/2020	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/07/2020	John Cogan	Flight	600.00
Transportation	02/07/2020	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/07/2020	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/07/2020	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/11/2020	Sam Greene	Transportation While Traveling	108.69
Transportation	02/11/2020	Sam Greene	Transportation While Traveling	83.00
Transportation	02/11/2020	Sam Greene	Transportation While Traveling	34.96
Transportation	02/11/2020	Sam Greene	Transportation While Traveling	26.85
Transportation	02/11/2020	Sam Greene	Flight	600.00
Transportation	02/11/2020	John Cogan	Transportation While Traveling	62.60
Transportation	02/11/2020	Whit Graham	Transportation While Traveling	76.42
Transportation	02/11/2020	Whit Graham	Transportation While Traveling	31.14
Transportation	02/12/2020	Sam Greene	Flight	600.00
Transportation	02/12/2020	Willem Beer	Transportation While Traveling	83.44
Transportation	02/12/2020	Whit Graham	Transportation While Traveling	39.61
Transportation	02/12/2020	Whit Graham	Transportation While Traveling	82.76
Transportation	02/13/2020	Sam Greene	Transportation While Traveling	100.06
Transportation	02/13/2020	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/13/2020	Whit Graham	Transportation While Traveling	58.64
Transportation	02/17/2020	Nicholas Ulanoff	OT Transportation	39.32
Transportation	02/18/2020	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/18/2020	Nicholas Ulanoff	OT Transportation	29.23
Transportation	02/19/2020	Whit Graham	OT Transportation	12.26
Transportation	02/19/2020	Nicholas Ulanoff	OT Transportation	25.98
Transportation	02/20/2020	Whit Graham	OT Transportation	12.16
Transportation	02/20/2020	Nicholas Ulanoff	OT Transportation	26.10

Expense Type	Date	Name	Description	Amount
Transportation	02/21/2020	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/21/2020	Whit Graham	OT Transportation	13.73
Transportation	02/22/2020	Whit Graham	OT Transportation	14.31
Transportation	02/22/2020	Whit Graham	OT Transportation	15.36
Transportation	02/22/2020	Nicholas Ulanoff	OT Transportation	25.19
Transportation	02/25/2020	Whit Graham	Transportation to Meeting	19.69
Transportation	02/28/2020	Nicholas Ulanoff	OT Transportation	28.59
Transportation				\$5,771.52
Lodging	02/07/2020	Whit Graham	Booking / Refund / Other Fee	7.00
Lodging	02/12/2020	Sam Greene	Hotel (1 Night)	600.00
Lodging	02/12/2020	John Cogan	Hotel (1 Night)	515.27
Lodging	02/12/2020	John Cogan	Booking / Refund / Other Fee	22.79
Lodging	02/12/2020	Willem Beer	Hotel (1 Night)	600.00
Lodging	02/12/2020	Willem Beer	Booking / Refund / Other Fee	34.72
Lodging	02/12/2020	Whit Graham	Hotel (1 Night)	600.00
Lodging				\$2,379.78
Meals	02/11/2020	Sam Greene	Meals While Traveling (2 People)	310.50
Meals	02/11/2020	Sam Greene	Meals While Traveling	11.07
Meals	02/11/2020	Willem Beer	Meals While Traveling	71.01
Meals	02/11/2020	Willem Beer	Meals While Traveling	60.13
Meals	02/11/2020	Whit Graham	Meals While Traveling	13.15
Meals	02/12/2020	Sam Greene	Meals While Traveling	8.68
Meals	02/12/2020	Sam Greene	Meals While Traveling	71.68
Meals	02/12/2020	Sam Greene	Meals While Traveling (2 People)	165.41
Meals	02/12/2020	Sam Greene	Meals While Traveling	5.59
Meals	02/12/2020	Willem Beer	Meals While Traveling	37.62
Meals	02/12/2020	Whit Graham	Meals While Traveling	7.90
Meals	02/13/2020	John Cogan	Meals While Traveling	36.31
Meals	02/18/2020	Whit Graham	OT Meals	24.95
Meals	02/18/2020	Nicholas Ulanoff	OT Meals	38.53
Meals	02/19/2020	Whit Graham	OT Meals	28.62
Meals	02/19/2020	Nicholas Ulanoff	OT Meals	19.75
Meals	02/20/2020	Whit Graham	OT Meals	26.12
Meals	02/20/2020	Nicholas Ulanoff	OT Meals	40.75
Meals	02/22/2020	Nicholas Ulanoff	OT Meals	34.99
Meals				\$1,012.76
Communication	02/11/2020	Sam Greene	Wifi on Plane	18.00
Communication	02/11/2020	Whit Graham	Wifi on Plane	39.95
Communication	02/12/2020	Willem Beer	Wifi on Plane	39.95
Communication	02/13/2020	Sam Greene	Wifi on Plane	18.00
Communication	02/13/2020	Whit Graham	Wifi on Plane	18.00
Communication	02/18/2020	John Cogan	Wifi on Plane	59.95
Communication	02/20/2020	Willem Beer	Wifi on Plane	20.00
Communication				\$213.85
Total				\$9,377.91

EXHIBIT D
COPY OF INVOICE



Centerview Partners LLC
31 West 52nd Street
22nd Floor
New York, NY 10019
(212) 380-2650
Tax ID: 20-0834979

April 3, 2020

PG&E Corporation and Pacific Gas and
Electric Company
Attention: John Boken & Michelle Repko
AlixPartners
865 South Figueroa Street Suite 2310,
Los Angeles 90017

INVOICE # 1736.04.03.2020

Monthly Advisory Fee per paragraph 2(a) of the engagement
letter dated February 15, 2019:

February Monthly Advisory Fee (less 20% holdback):	\$	250,000.00
Out-of-pocket expenses:		<u>9,377.91</u>
Total	\$	<u>259,377.91</u>

Wire Instructions:

Account Name: Centerview Partners LLC
Account #: 95331450
Bank: Citibank NA
ABA #: 021000089
Bank Address: 153 East 53rd St, New York, NY 10022
Contact: Accounting (212) 429-2435

Notice Parties

PG&E Corporation
c/o Pacific Gas & Electric Company
Attn: Janet Loduca, Esq.
77 Beale Street
San Francisco, CA 94105

Weil, Gotshal & Manges LLP
Attn: Stephen Karotkin, Esq.
Jessica Liou, Esq.
Matthew Goren, Esq.
767 Fifth Avenue
New York, NY 10153-0119

Keller & Benvenutti LLP
Attn: Tobias S. Keller, Esq.
Jane Kim, Esq.
650 California Street, Suite 1900
San Francisco, CA 94108

The Office of the United States Trustee for Region 17
Attn: James L. Snyder, Esq.
Timothy Laffredi, Esq.);
450 Golden Gate Avenue, 5th Floor, Suite #05-0153
San Francisco, CA 94102

Baker & Hostetler LLP
Attn: Eric Sagerman, Esq. and
Cecily Dumas, Esq.
11601 Wilshire Boulevard, Suite 1400
Los Angeles, CA 90025-0509